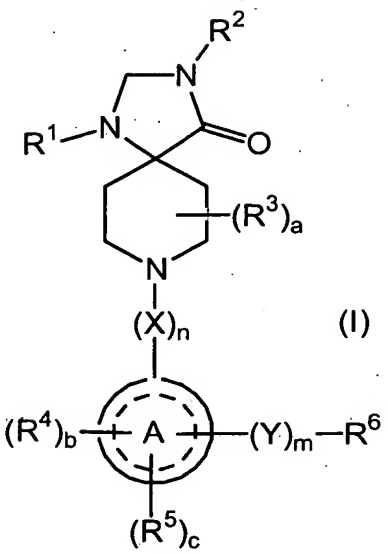
What is claimed is:

1. A compound of the formula



(I)

wherein

R^1 is selected from the group consisting of hydrogen, C_{1-6}alkyl, aryl and aralkyl;

wherein the aryl or aralkyl group is optionally substituted with one to four substituents independently selected from halogen, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl, di(C_{1-6}alkyl)aminosulfonyl or C_{3-8}cycloalky;

R^2 is selected from the group consisting of hydrogen, C_{1-6}alkyl, C_{2-6}alkenyl, C_{2-6}alkynyl, hydroxyaminoC_{1-6}alkyl, aminocarbonylC_{1-6}alkyl, C_{1-6}alkoxycarbonylC_{1-6}alkyl, aryl, C_{3-8}cycloalkyl, partially unsaturated carbocyclyl, heteroaryl, heterocycloalkyl, C_{1-6}aralkyl, carbocyclylC_{1-6}alkyl, heteroarylC_{1-6}alkyl, heterocycloalkylC_{1-6}alkyl and phthalimidoylC_{1-6}alkyl;

wherein the alkyl group is optionally substituted with one to two substituents independently selected from hydroxy, carboxy, cyano, amino, C_{1-6}alkylamino, di(C_{1-6}alkyl)amino, hydroxyC_{1-6}alkylamino, aminoC_{1-6}alkylamino, C_{1-6}alkylaminoC_{1-6}alkylamino or di(C_{1-6}alkyl)aminoC_{1-6}alkylamino,

wherein the aryl, cycloalkyl, carbocyclyl, heteroaryl or heterocycloalkyl group is optionally substituted with one to four substituents independently

selected from halogen, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl, di(C_{1-6}alkyl)aminosulfonyl or C_{1-4}alkoxycarbonyl;

a is an integer from 0 to 2;

R^3 is selected from the group consisting of C_{1-4}alkyl and hydroxy C_{1-4}alkyl;

n is an integer from 0 to 1;

X is selected from the group consisting of C_{1-6}alkyl, C_{2-6}alkenyl, C_{2-4}alkyl-O and C_{2-4}alkyl-S;

wherein the alkyl group is optionally substituted with one to two substituents independently selected from fluoro, C_{1-6}alkyl, fluorinated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl or di(C_{1-6}alkyl)aminosulfonyl;

and wherein X is C_{2-4}alkyl-O or C_{2-4}alkyl-S, the X group is incorporated into the molecule such that the C_{2-4}alkyl is bound directly to the piperidine portion of the molecule;

is selected from the group consisting of phenyl, a five membered heteroaryl and a six membered heteroaryl;

b is an integer from 0 to 1;

R^4 is selected from the group consisting of aryl, C_{3-8}cycloalkyl, partially unsaturated carbocyclyl, heteroaryl and heterocycloalkyl;

c is an integer from 0 to 3;

R^5 is selected from the group consisting of halogen, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl or di(C_{1-6}alkyl)aminosulfonyl;

m is an integer from 0 to 1;

Y is selected from the group consisting of C_{1-4}alkyl, C_{2-4}alkenyl, O, S, NH, N(C_{1-4}alkyl), C_{1-6}alkyl-O, C_{1-6}alkyl-S, O-C_{1-6}alkyl and S-C_{1-6}alkyl-S;

R^6 is selected from the group consisting of aryl, partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl, heterocycloalkyl and benzoyloxyphenyl;

wherein the aryl, partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl or heterocycloalkyl group is optionally substituted with one to four substituents independently selected from halogen, hydroxy, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl, di(C_{1-6}alkyl)aminosulfonyl or triphenylmethyl;

provided that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2,  is phenyl, b is 0, c is 0 and m is 0, then R^6 is selected from the group consisting of partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl, heterocycloalkyl, benzoyloxyphenyl and substituted aryl;

wherein the aryl, partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl or heterocycloalkyl group is optionally substituted with one to four substituents independently selected from halogen, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl, di(C_{1-6}alkyl)aminosulfonyl or triphenylmethyl;

provided further that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is C_{1-3}alkyl,  is phenyl, b is 0, c is 0 and m is 0, then R^6 is not substituted thiazolyl; wherein the substituent on the thiazolyl is selected from amino, C_{1-4}alkylamino, di(C_{1-4}alkyl)amino or nitro;

provided further that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2, b is 0, c is 0 and m is 0, and R^6 is phenyl, then  is not imidazolyl or pyrrolyl;

and pharmaceutically acceptable salts thereof.

2. A compound as in Claim 1wherein

R^1 is selected from the group consisting of C_{1-4}alkyl, aryl and aralkyl;

wherein the aryl or aralkyl group is optionally substituted with one to three substituents independently selected from halogen, C_{1-4}alkyl, fluorinatedC_{1-4}alkyl, C_{1-4}alkoxy, amino, (C_{1-4}alkyl)amino, di(C_{1-4}alkyl)amino, amido, (C_{1-4}alkyl)amido, di(C_{1-4}alkyl)amido or C_{5-7}cycloalkyl;

R^2 is selected from the group consisting of hydrogen, C_{1-4}alkyl, hydroxyaminoC_{1-4}alkyl, aminocarbonylC_{1-4}alkyl, C_{1-4}alkoxycarbonylC_{1-4}alkyl, aryl, C_{5-7}cycloalkyl, heteroaryl, heterocycloalkyl, C_{1-4}aralkyl, heteroarylC_{1-4}alkyl, heterocycloalkylC_{1-4}alkyl and phthalimidoylC_{1-4}alkyl;

wherein the alkyl group is optionally substituted with one to two substituents independently selected from hydroxy, carboxy, cyano, amino, C_{1-4}alkylamino, di(C_{1-4}alkyl)amino, hydroxyC_{1-4}alkylamino, aminoC_{1-4}alkylamino, C_{1-4}alkylaminoC_{1-4}alkylamino or di(C_{1-4}alkyl)aminoC_{1-6}alkylamino,

wherein the aryl, cycloalkyl, heteroaryl or heterocycloalkyl group is optionally substituted with one to two substituents independently selected from halogen, C_{1-4}alkyl, fluorinatedC_{1-4}alkyl, C_{1-4}alkoxy, amino, (C_{1-4}alkyl)amino, di(C_{1-4}alkyl)amino, amido, (C_{1-4}alkyl)amido, di(C_{1-4}alkyl)amido or C_{1-4}alkoxycarbonyl;

a is an integer from 0 to 1;

R^3 is selected from the group consisting of C_{1-4}alkyl and hydroxyC_{1-4}alkyl;

n is an integer from 0 to 1;

X is selected from the group consisting of C_{1-6}alkyl, C_{2-4}alkyl-O and C_{2-4}alkyl-S;

wherein the alkyl group is optionally substituted with one to two substituents independently selected from fluoro, C_{1-4}alkyl, fluorinatedC_{1-4}alkyl, C_{1-4}alkoxy, amino, (C_{1-4}alkyl)amino or di(C_{1-4}alkyl)amino;

and wherein X is C_{2-4}alkyl-O or C_{2-4}alkyl-S, the X group is incorporated into the molecule such that the C_{2-4}alkyl is bound directly to the piperidine portion of the molecule;

is selected from the group consisting of phenyl, a five membered heteroaryl and a six membered heteroaryl;

b is an integer from 0 to 1;

R^4 is selected from the group consisting of aryl, C_{5-7}cycloalkyl, heteroaryl and heterocycloalkyl;

c is an integer from 0 to 2;

R^5 is selected from the group consisting of halogen, C_{1-4}alkyl, fluorinatedC_{1-4}alkyl, C_{1-4}alkoxy, nitro, amino, (C_{1-4}alkyl)amino, di(C_{1-4}alkyl)amino, C_{1-4}alkylsulfonyl, amido, (C_{1-4}alkyl)amido, di(C_{1-4}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-4}alkyl)aminosulfonyl or di(C_{1-4}alkyl)aminosulfonyl;

m is an integer from 0 to 1;

Y is selected from the group consisting of C_{1-4}alkyl, C_{2-4}alkenyl, O, S, NH, N(C_{1-4}alkyl), C_{1-6}alkyl-O, C_{1-6}alkyl-S, O-C_{1-6}alkyl and S-C_{1-6}alkyl-S;

R^6 is selected from the group consisting of aryl, partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl, heterocycloalkyl and benzoyloxyphenyl;

wherein the aryl, partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl or heterocycloalkyl group is optionally substituted with one to two substituents independently selected from halogen, hydroxy, C_{1-4}alkyl, fluorinatedC_{1-4}alkyl, C_{1-4}alkoxy, nitro, amino, (C_{1-4}alkyl)amino, di(C_{1-4}alkyl)amino, C_{1-4}alkylsulfonyl, amido, (C_{1-4}alkyl)amido, di(C_{1-4}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-4}alkyl)aminosulfonyl, di(C_{1-4}alkyl)aminosulfonyl or triphenylmethyl;

provided that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2,

is phenyl, b is 0, c is 0 and m is 0, then R^6 is selected from the group consisting of partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl, heterocycloalkyl, benzoyloxyphenyl and substituted aryl;

wherein the aryl, partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl or heterocycloalkyl group is optionally substituted with one to four substituents independently selected from halogen, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}

$_{6}$alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl, di(C_{1-6}alkyl)aminosulfonyl or triphenylmethyl;

provided further that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is C_{1-3}alkyl,  is phenyl, b is 0, c is 0 and m is 0, then R^6 is not substituted thiazolyl; wherein the substituent on the thiazolyl is selected from amino, C_{1-4}alkylamino, di(C_{1-4}alkyl)amino or nitro;

provided further that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2, b is 0, c is 0 and m is 0, and R^6 is phenyl, then  is not imidazolyl or pyrrolyl;

and pharmaceutically acceptable salts thereof.

3. A compound as in Claim 2 wherein

R^1 is selected from the group consisting of C_{1-4}alkyl, aryl and aralkyl; wherein the aryl group is optionally substituted with one to three substituent independently selected from halogen, C_{1-4}alkyl, C_{1-4}alkoxy, trifluoromethyl and C_{5-6}cycloalkyl;

R^2 is selected from the group consisting of hydrogen, C_{1-4}alkyl, hydroxyC_{1-4}alkyl, cyanoC_{1-4}alkyl, aminoC_{1-4}alkyl, C_{1-4}alkylaminoC_{1-4}alkyl, di(C_{1-4}alkyl)aminoC_{1-4}alkyl, aminocarbonylC_{1-4}alkyl, carboxyC_{1-4}alkyl, C_{1-4}alkoxycarbonylC_{1-4}alkyl, phthalimidoylethyl and C_{1-4}alkoxycarbonyl-oxazolylC_{1-4}alkyl;

a is an integer from 0 to 1;

R^3 is selected from the group consisting of C_{1-4}alkyl;

n is 1;

X is selected from the group consisting of C_{1-4}alkyl and C_{2-4}alkyl-O;

wherein X is C_{2-4}alkyl-O, the X group is incorporated into the molecule such that the C_{2-4}alkyl portion is bound directly to the piperidine portion of the molecule;

is selected from the group consisting of phenyl and heteroaryl;

b is 0;

c is an integer from 0 to 2;

R^5 is selected from the group consisting of halogen, fluorinatedC_{1-4}alkyl and C_{1-4}alkyl;

m is an integer from 0 to 1;

Y is selected from the group consisting of O, C_{1-4}alkyl-O, C_{2-4}alkenyl and C_{1-4}alkyl;

R^6 is selected from the group consisting of aryl, partially unsaturated carbocyclyl, heteroaryl, heterocycloalkyl and benzoyloxyphenyl;

wherein the aryl, heteroaryl or heterocycloalkyl is optionally substituted with one to two substituents independently selected from halogen, acetyl, hydroxy, C_{1-4}alkyl, C_{1-4}alkoxy, trifluoromethyl, amino, C_{1-4}alkylamino, di(C_{1-4}alkyl)amino, cyano, nitro, oxo, t-butoxycarbonyl or triphenylmethyl;

provided that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2,

is phenyl, b is 0, c is 0 and m is 0, then R^6 is selected from the group consisting of partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl, heterocycloalkyl, benzoyloxyphenyl and substituted aryl;

wherein the aryl, heteroaryl or heterocycloalkyl is optionally substituted with one to two substituents independently selected from halogen, acetyl, hydroxy, C_{1-4}alkyl, C_{1-4}alkoxy, trifluoromethyl, amino, C_{1-4}alkylamino, di(C_{1-4}alkyl)amino, cyano, nitro, oxo, t-butoxycarbonyl or triphenylmethyl;

provided further that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is C_{1-3}alkyl, 

is phenyl, b is 0, c is 0 and m is 0, then R^6 is not substituted thiazolyl; wherein the substituent on the thiazolyl is selected from amino, C_{1-4}alkylamino, di(C_{1-4}alkyl)amino or nitro;

provided further that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2, b is 0, c is 0 and m is 0, and R^6 is phenyl, then  is not imidazolyl or pyrrolyl;

and pharmaceutically acceptable salts thereof.

4. A compound as in Claim 3 wherein

R^1 is selected from the group consisting of n-propyl, phenyl, 4-fluorophenyl, 3-bromophenyl, 3-chlorophenyl, 3-trifluoromethylphenyl, 4-methylphenyl, 4-methoxyphenyl, 4-cyclopentylphenyl, 4-chloro-3-methylphenyl, 4-fluoro-3,5-dimethylphenyl and benzyl;

R^2 is selected from the group consisting of hydrogen, methyl, cyanomethyl, 2-hydroxyethyl, aminoethyl, dimethylaminoethyl, diethylaminoethyl, aminocarbonylmethyl, carboxymethyl, methoxycarbonylmethyl, phthalimidoylethyl and 4-methoxycarbonyl-5-oxazolylmethyl;

a is an integer from 0 to 1;

R^3 is methyl;

n is 1;

X is selected from the group consisting of CH_2, and CH_2CH_2, $CH_2CH_2CH_2$, $CH_2CH_2CH_2CH_2$ and CH_2CH_2-O;

 is selected from the group consisting of phenyl, furyl, thienyl, pyridyl and pyrazolyl;

b is 0;

c is an integer from 0 to 2;

R^5 is selected from the group consisting of fluoro, chloro, trifluoromethyl and methyl;

m is an integer from 0 to 1;

Y is selected from the group consisting of O, CH_2-O, CH=CH and CH_2;

R^6 is selected from the group consisting of 3-methylphenyl, 4-methylphenyl, 3,5-dichlorophenyl, 4-methoxyphenyl, 3-trifluoromethylphenyl, 3-

pyridyl, 2-furyl, 3-furyl, 2-thienyl, 3-thienyl, 2-pyrrolyl, 1-naphthyl, 2-naphthyl, 2-(1-Boc-pyrrolyl), 1-(1,2,3,4-tetrahydronaphthyl), phenyl, 4-dimethylaminophenyl, 4-pyridyl, 3-quinolinyl, 2-benzothienyl, 2-benzofuryl, 5-indolyl, 2-thiazolyl, 5-chloro-2-thienyl, 5-acetyl-2-thienyl, 5-methyl-2-thienyl, 5-cyano-2-thienyl, 4-methyl-2-thienyl, 3,5-dimethyl-4-isoxazolyl, 3-pyridyl, 4-chlorophenyl, 1-(5,6,7,8-tetrahydronaphthyl), 4-hydroxy, 1-piperidinyl, 1-(1,2,3,4-tetrahydroquinolinyl), 2-(1,2,3,4-tetrahydroisoquinolinyl), 1-pyrrolidinyl, 1-phthalimidoyl, 1-imidazolyl, 3-imidazolyl, 1-triphenylmethyl-3-imidazolyl, 1-(2-piperidinoyl), 3-chlorophenyl, 4-nitrophenyl, 4-bromophenyl, 4-chlorophenyl and benzoyloxyphenyl;

provided that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2,

is phenyl, b is 0, c is 0 and m is 0, then R^6 is not phenyl;

and pharmaceutically acceptable salts thereof.

5. A compound as in Claim 4 wherein

R^1 is selected from the group consisting of phenyl, 4-fluorophenyl, 3-trifluoromethylphenyl, 4-methylphenyl, 3-bromophenyl, 3-chlorophenyl, 4-chloro-3-methylphenyl and 4-fluoro-3,5-dimethylphenyl;

R^2 is selected from the group consisting of hydrogen, methyl, cyanomethyl, 2-hydroxyethyl, aminoethyl, dimethylaminoethyl, diethylaminoethyl, aminocarbonylmethyl, carboxymethyl, methoxycarbonylmethyl and 4-methoxycarbonyl-5-oxazolylmethyl;

X is selected from the group consisting of CH_2, and CH_2CH_2, $CH_2CH_2CH_2$ and $CH_2CH_2CH_2CH_2$;

c is an integer from 0 to 1;

R^5 is selected from the group consisting of fluoro, trimethylphenyl and methyl;

is selected from the group consisting of phenyl, furyl, thienyl and pyrazolyl;

Y is selected from the group consisting of O, CH_2-O and CH=CH;

R^6 is selected from the group consisting of 4-methylphenyl, 3,5-dichlorophenyl, 4-methoxyphenyl, 3-trifluoromethylphenyl, 3-pyridyl, 2-furyl, 3-furyl, 2-thienyl, 3-thienyl, 2-pyrrolyl, 1-naphthyl, 2-naphthyl, 1-(1,2,3,4-tetrahydronaphthyl), phenyl, 2-thiazolyl, 5-chloro-2-thienyl, 5-methyl-2-thienyl, 4-methyl-2-thienyl, 3,5-dimethyl-4-isoxazolyl, 4-chlorophenyl, 4-bromophenyl and 4-chlorophenyl;

provided that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2,

is phenyl, b is 0, c is 0 and m is 0, then R^6 is not phenyl;

and pharmaceutically acceptable salts thereof.

6. A compound as in Claim 5 wherein

R^1 is selected from the group consisting of phenyl, 4-fluorophenyl, 3-trifluoromethylphenyl, 4-methylphenyl, 3-bromophenyl and 4-chloro-3-methylphenyl;

X is selected from the group consisting of CH_2, and CH_2CH_2 and $CH_2CH_2CH_2$;

is selected from the group consisting of phenyl and thienyl;

R^5 is fluoro;

m is an integer from 0 to 1;

Y is O;

R^6 is selected from the group consisting of phenyl, 3-pyridyl, 2-furyl, 3-furyl, 2-thienyl, 3-thienyl, 2-pyrrolyl, 2-thiazolyl and 4-methyl-2-thienyl;

provided that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2,

is phenyl, b is 0, c is 0 and m is 0, then R^6 is not phenyl;

and pharmaceutically acceptable salts thereof.

7. A compound as in Claim 6 wherein

R^1 is selected from the group consisting of phenyl and 4-fluorophenyl;

R^2 is selected from the group consisting of hydrogen, methyl, cyanomethyl, 2-hydroxyethyl, dimethylaminoethyl, aminocarbonylmethyl and methoxycarbonylmethyl;

is phenyl;

R^6 is selected from the group consisting of 2-furyl, 2-thienyl and 3-thienyl;

and pharmaceutically acceptable salts thereof.

8. A compound as in Claim 1 wherein

R^1 is selected from the group consisting of hydrogen, C_{1-6}alkyl and aryl;

wherein the aryl group is optionally substituted with one to four substituents independently selected from halogen, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl, di(C_{1-6}alkyl)aminosulfonyl or C_{3-8}cycloalky;

R^2 is selected from the group consisting of hydrogen, C_{1-6}alkyl, C_{2-6}alkenyl, C_{2-6}alkynyl, hydroxyaminoC_{1-6}alkyl, aminocarbonylC_{1-6}alkyl, C_{1-6}alkoxycarbonylC_{1-6}alkyl, aryl, C_{3-8}cycloalkyl, partially unsaturated carbocyclyl, heteroaryl, heterocycloalkyl, C_{1-6}aralkyl, carbocyclylC_{1-6}alkyl, heteroarylC_{1-6}alkyl, heterocycloalkylC_{1-6}alkyl and phthalimidoylC_{1-6}alkyl;

wherein the alkyl group is optionally substituted with one to two substituents independently selected from hydroxy, carboxy, cyano, amino, C_{1-6}alkylamino, di(C_{1-6}alkyl)amino, hydroxyC_{1-6}alkylamino, aminoC_{1-6}alkylamino, C_{1-6}alkylaminoC_{1-6}alkylamino or di(C_{1-6}alkyl)aminoC_{1-6}alkylamino,

wherein the aryl, cycloalkyl, carbocyclyl, heteroaryl or heterocycloalkyl group is optionally substituted with one to four substituents independently selected from halogen, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl or di(C_{1-6}alkyl)aminosulfonyl;

a is an integer from 0 to 2;

R^3 is selected from the group consisting of C_{1-4}alkyl and hydroxy C_{1-4}alkyl;

n is an integer from 0 to 1;

X is selected from the group consisting of C_{1-6}alkyl, C_{2-6}alkenyl, C_{2-4}alkyl-O and C_{2-4}alkyl-S;

wherein the alkyl group is optionally substituted with one to two substituents independently selected from fluoro, C_{1-6}alkyl, fluorinated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl or di(C_{1-6}alkyl)aminosulfonyl;

and wherein X is C_{2-4}alkyl-O or C_{2-4}alkyl-S, the X group is incorporated into the molecule such that the C_{2-4}alkyl is bound directly to the piperidine portion of the molecule;

is selected from the group consisting of phenyl, a five membered heteroaryl and a six membered heteroaryl;

b is an integer from 0 to 1;

R^4 is selected from the group consisting of aryl, C_{3-8}cycloalkyl, partially unsaturated carbocyclyl, heteroaryl and heterocycloalkyl;

c is an integer from 0 to 3;

R^5 is selected from the group consisting of halogen, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl or di(C_{1-6}alkyl)aminosulfonyl;

m is an integer from 0 to 1;

Y is selected from the group consisting of C_{1-4}alkyl, C_{2-4}alkenyl, O, S, NH, N(C_{1-4}alkyl), C_{1-6}alkyl-O, C_{1-6}alkyl-S, O-C_{1-6}alkyl and S-C_{1-6}alkyl-S;

R^6 is selected from the group consisting of aryl, partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl, heterocycloalkyl and benzoyloxyphenyl;

wherein the aryl, partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl or heterocycloalkyl group is optionally substituted with one to four

substituents independently selected from halogen, hydroxy, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl or di(C_{1-6}alkyl)aminosulfonyl;

provided that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2,  is phenyl, b is 0, c is 0 and m is 0, then R^6 is selected from the group consisting of partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl, heterocycloalkyl and substituted aryl;

wherein the aryl, partially unsaturated carbocyclyl, C_{3-8}cycloalkyl, heteroaryl or heterocycloalkyl group is optionally substituted with one to four substituents independently selected from halogen, C_{1-6}alkyl, halogenated C_{1-6}alkyl, C_{1-6}alkoxy, nitro, amino, (C_{1-6}alkyl)amino, di(C_{1-6}alkyl)amino, C_{1-6}alkylsulfonyl, amido, (C_{1-6}alkyl)amido, di(C_{1-6}alkyl)amido, sulfonyl, aminosulfonyl, (C_{1-6}alkyl)aminosulfonyl or di(C_{1-6}alkyl)aminosulfonyl;

provided further that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is C_{1-3}alkyl,  is phenyl, b is 0, c is 0 and m is 0, then R^6 is not substituted thiazolyl; wherein the substituent on the thiazolyl is selected from amino, C_{1-4}alkylamino, di(C_{1-4}alkyl)amino or nitro;

provided further that when a is 0, R^1 is phenyl, R^2 is hydrogen, n is 1, X is CH_2, b is 0, c is 0 and m is 0, and R^6 is phenyl, then  is not imidazolyl or pyrrolyl;

and pharmaceutically acceptable salts thereof.

9. A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound of Claim 1.

10. A pharmaceutical composition made by mixing a compound of Claim 1 and a pharmaceutically acceptable carrier.

11. A process for making a pharmaceutical composition comprising mixing a compound of Claim 1 and a pharmaceutically acceptable carrier.

12. A method of treating a disorder mediated by the ORL-1 receptor, in a subject in need thereof comprising administering to the subject a therapeutically effective amount of the compound of Claim 1.

13. The method of Claim 12, wherein the disorder mediated by the ORL-1 receptor is selected from the group consisting of anxiety, depression, substance abuse, neuropathic pain, acute pain, migraine, asthma, cough and improved cognition.

14. A method of treating a disorder mediated by the ORL-1 receptor, in a subject in need thereof comprising administering to the subject a therapeutically effective amount of the composition of Claim 9.

15. A method of treating a condition selected from the group consisting of anxiety, depression, substance abuse, neuropathic pain, acute pain, migraine, asthma, cough and improved cognition, in a subject in need thereof comprising administering to the subject a therapeutically effective amount of the compound of Claim 1.

16. A method of treating a condition selected from the group consisting of anxiety, depression, substance abuse, neuropathic pain, acute pain, migraine, asthma, cough and improved cognition, in a subject in need thereof comprising administering to the subject a therapeutically effective amount of the composition of Claim 9.

17. The use of a compound as in Claim 1 for the preparation of a medicament for the treatment of (a) anxiety, (b) depression, (c) substance abuse, (d) neuropathic pain, (e) acute pain, (f) migraine, (g) asthma, (h) cough or for (i) improved cognition, in a subject in need thereof.